

- 1 -

FS-1

DECLARATION AND POWER OF ATTORNEY

We, Brian Reynolds and Richard Scott Goldhor, declare that we are respectively citizens of the United Kingdom and the United States of America, respectively residing and having post office addresses at Kimmage, Main Street, Hopewell, Hanover, Jamaica and 5 Falmouth Street, Belmont, Massachusetts 02178;

that we verily believe ourselves to be the original, first and joint inventors of the invention or discovery in:

INTERACTIVE WEB BOOK SYSTEM

which is described and claimed in the specification filed in the United States Patent and Trademark Office on October 23, 1996 as United States Patent Application No. 08/735,727, and for which a patent is sought;

that we have reviewed and do understand the content of said specification, including the claims, and acknowledge our duty to disclose to the United States Patent and Trademark Office information known by us to be material to patentability as defined in Title 37, Code of Federal Regulations, § 1.56;

that we do not know and do not believe that this invention or discovery was ever known or used in the United States of America before our invention or discovery thereof, or patented or described in any printed publication in any country before our invention or discovery thereof, or more than one year prior to this application; or in public use or on sale in the United States of America more than one year prior to this application; that this invention or discovery has not been patented or made the subject of an inventor's certificate issued before the date of this application

This copy of the Declaration is intended
for the continuing application submitted
concurrently herewith.

in any country foreign to the United States of America on an application filed by us or our legal representatives or assigns more than twelve months prior to this application; and that no application for patent or inventor's certificate on this invention or discovery has been filed in any country foreign to the United States of America by us or our legal representatives or assigns;

and we hereby appoint Thomas L. Giannetti, Esq., Reg. No. 27,892 and G. Victor Treyz, Reg. No. 36,294, Patent Agent, our attorneys, with power of substitution, and with power of appointment of associate attorneys, and of revocation of their powers, to prosecute this application and any divisions, continuations in whole or in part, renewals and reissues of the same, and to transact all business in the Patent and Trademark Office connected therewith;

and we request that communications be sent to:

G. Victor Treyz
c/o Fish & Neave
1251 Avenue of the Americas
New York, New York 10020-1104

and that telephone calls be directed to:

G. Victor Treyz
(212) 596-9000.

Wherefore, we pray that Letters Patent be granted to us for the invention or discovery described and claimed in the attached specification and claims, and we hereby subscribe our names to the foregoing specification and claims, declaration, and power of attorney.

We declare, further, that we understand the English language and that all statements made herein of our own knowledge are true, and that all statements made on information and belief are believed to be true;

and, further, that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issuing thereon.

Nov 30 / 96
Date

Brian Reynolds
Brian Reynolds

11/15/96
Date

Richard Scott Goldhor
Richard Scott Goldhor